

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



WISON ENGINEERING SERVICES CO. LTD.

惠生工程技術服務有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2236)

ANNOUNCEMENT

PURSUANT TO RULE 3.11 OF THE LISTING RULES

APPOINTMENT OF MEMBER OF THE NOMINATION COMMITTEE

Reference is made to the announcement of Wison Engineering Services Co. Ltd. (the “**Company**”) dated September 19, 2013 relating to the resignation of Mr. Choy Sze Chung Jojo from his position as an Independent Non-executive Director, the Chairman of the Audit Committee and a member of the Nomination Committee of the Company.

Following the resignation of Mr. Choy, (i) the number of the Independent Non-executive Directors has fallen below the minimum number required under Rules 3.10(1) and 3.10A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”); (ii) the number of members of the Audit Committee has fallen below the minimum number required under Rule 3.21 of the Listing Rules; (iii) there has been a vacancy for the position of chairman of the Audit Committee as required under Rule 3.21 of the Listing Rules; (iv) the Company has failed to comply with the requirements under Rule 3.10(2) of the Listing Rules that at least one of the Independent Non-executive Directors must have appropriate professional qualifications or accounting or related financial management expertise; and (v) the number of the Independent Non-executive Directors has fallen below the minimum number required under Code Provision A.5.1 of the Corporate Governance Code as set out in Appendix 14 to the Listing Rules (the “**Corporate Governance Code**”). According to Rule 3.11 of the Listing Rules, the Company shall appoint a sufficient number of Independent Non-executive Directors to meet the minimum number required under Rules 3.10(1) or 3.10A of the Listing Rules and appoint an Independent Non-executive Director to meet the requirement set out in Rule 3.10(2) of the Listing Rules within three months after failing to meet the requirements. Also, according to Rule 3.23 of the Listing Rules, the Company shall appoint appropriate members to the audit committee to meet the requirements under Rule 3.21 within three months after failing to meet such requirements. Despite reasonable endeavours by the Company, the Company has not been able to identify a suitable candidate to fill the vacancy resulting from the resignation of Mr. Choy and therefore additional time is required. The Company shall

endeavour to take appropriate measures to identify a suitable candidate to fill the vacancy as soon as possible for the purpose of compliance with the Listing Rules and the Corporate Governance Code.

Further announcement will be made by the Company upon the appointment of the additional Independent Non-executive Director.

The board of directors (the “**Board**”) of the Company is pleased to announce that Mr. Liu Ji, an Independent Non-executive Director of the Company, has been appointed as a member of the Nomination Committee with effect from December 19, 2013. Following the appointment of Mr. Liu, the composition of the Nomination Committee is Mr. Wu Jianmin as chairman of the committee and Mr. Hua Bangsong and Mr. Liu Ji as members.

By Order of the Board
Wilson Engineering Services Co. Ltd.
LIU HAIJUN
Executive Director

Hong Kong, December 19, 2013

As at the date of this announcement, the executive Directors of the Company are Mr. Hua Bangsong, Mr. Liu Haijun, Mr. Zhou Hongliang and Mr. Cui Ying and the independent non-executive Directors are Mr. Liu Ji and Mr. Wu Jianmin.